

AMENDMENT NO. 12

This Amendment modifies Contract No. 08-41-321, for Security Services by and between the County of Cook, Illinois, herein referred to as "County" and G4S SECURE SOLUTIONS (USA) INC., authorized to do business in the State of Illinois hereinafter referred to as "Contractor":

RECITALS

Whereas, the County and Contractor have entered into a Contract approved by the County Board on May 20, 2008, (hereinafter referred to as the "Contract"), wherein the Contractor is to provide Security Services (hereinafter referred to as the "Services") from June 1, 2008 through November 30, 2008, in an amount not to exceed \$1,862,848.00; and

Whereas, Amendment # 1 was approved on November 19, 2008 by the County Board for an increase in the amount of \$1,550,000.00 and an extension period of December 1, 2008 through May 31, 2009; and

Whereas, Amendment # 2 was approved on June 16, 2009 by the County Board for an extension period of June 1, 2009 through August 31, 2009; and

Whereas, Amendment # 3 was approved on November 4, 2009 by the County Board for an increase in the amount of \$4,500,000.00 and an extension period of September 1, 2009 through June 30, 2010; and

Whereas, Amendment # 4 was approved on June 15, 2010 by the County Board for an increase in the amount of \$800,000.00 and an extension period of July 1, 2010 through November 30, 2010; and

Whereas, Amendment # 5 was approved on October 5, 2010 by the County Board for an increase in the amount of \$5,000,000.00 and an extension period of December 1, 2010 through November 30, 2011; and

Whereas, Amendment # 6 was approved on November 15, 2011 by the County Board for an extension period of December 1, 2011 through April 30, 2012; and

Whereas, Amendment # 7 was executed on May 22, 2012 by the Chief Procurement Officer for an increase in the amount of \$500,000.00 and an extension period of May 1, 2012 through November 30, 2012; and

Whereas, Amendment # 8 was executed on November 30, 2012 by the Chief Procurement Officer for an extension period of December 1, 2012 through January 31, 2013; and

Whereas, Amendment # 9 was approved on February 27, 2013 by the County Board for an increase of \$1,500,000.00 and an extension period of February 1, 2013 through November 30, 2013; and

Whereas, Amendment # 10 was approved on December 4, 2013 by the County Board for an increase of \$2,200,000.00 and an extension period of December 1, 2013 through November 30, 2014 and

Whereas, Amendment # 11 was approved on by the County Board on October 8, 2014 by the County Board for an increase in the amount of \$2,200,000.00 and an extension period of December 1, 2014 through November 30, 2015; and

Whereas, Amendment # 11 was approved on by the County Board on October 8, 2014 by the County Board for an increase in the amount of \$2,200,000.00 and an extension period of December 1, 2014 through November 30, 2015; and

Whereas, an extension is desired for the continuation of Services; and

Whereas, an increase in the amount of \$2,500.000.00 is required for the continuation of Services; and

Whereas, the County and Contractor desire to extend the Contract for twelve (12) months beginning on December 1, 2015 through November 30, 2016.

Now therefore, in consideration of mutual covenants contained herein, it is agreed by and between the parties to amend the Contract as follows:

1. The Contract is extended through November 30, 2016.
2. The Contract is increased by \$2,500.000.00 and the Total Contract Amount is revised to \$22,612,848.00.
3. GC-03 PAYMENT_of the Contract is deleted in its entirety and is revised by adding the following provision as subsection:

All invoices submitted by the Consultant shall be in accordance with the cost provisions contained in the Agreement and shall contain a detailed description of the Deliverables, including the quantity of the Deliverables, for which payment is requested. All invoices for services shall include itemized entries indicating the date or time period in which the services were provided, the amount of time spent performing the services, and a detailed description of the services provided during the period of the invoice. All invoices shall reflect the amounts invoiced by and the amounts paid to the Consultant as of the date of the invoice. Invoices for new charges shall not include "past due" amounts, if any, which amounts must be set forth on a separate invoice. Consultant shall not be entitled to invoice the County for any late fees or other penalties.

In accordance with Section 34-177 of the Cook County Procurement Code, the County shall have a right to set off and subtract from any invoice(s) or Contract price, a sum equal to any fines and penalties, including interest, for any tax or fee delinquency and any debt or obligation owed by the Consultant to the County.

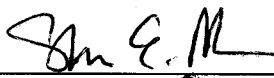
The Consultant acknowledges its duty to ensure the accuracy of all invoices submitted to the County for payment. By submitting the invoices, the Consultant certifies that all itemized entries set forth in the invoices are true and correct. The Consultant acknowledges that by submitting the invoices, it certifies that it has delivered the Deliverables, i.e., the goods, supplies, services or equipment set forth in the Agreement to the Using Agency, or that it has properly performed the services set forth in the Agreement. The invoice must also reflect the dates and amount of time expended in the provision of services under the Agreement. The Consultant acknowledges that any inaccurate statements or negligent or intentional misrepresentations in the invoices shall result in the County exercising all remedies available to it in law and equity including, but not limited to, a

delay in payment or non-payment to the Consultant, and reporting the matter to the Cook County Office of the Independent Inspector General.

4. The attached Economic Disclosures Statement, MBE/WBE Utilization Plan, and Identification of of Subcontractor/Supplier/Subconsultant forms are incorporated and made a part of this Contract.
5. All other terms and conditions remain as stated in the Contract.


In witness whereof, the County and Contractor have caused this Amendment No. 12 to be executed on the date and year last written below.

County of Cook, Illinois

By: 
Chief Procurement Officer

By: 
State's Attorney (if applicable)

G4S Secure Solutions (USA), Inc.


Signed

WILLIAM A. O'BRIEN
Type or print name

GENERAL MANAGER
Title

Date: 23 December 2015

Date: 10-23-15

ATTACHMENT

CERTIFICATE

I, John Sumner, a corporate officer of G4S Secure Solutions (USA) Inc. and Secretary thereof, a corporation organized and existing under the laws of the State of Florida, do hereby certify that at a Regular Quarterly Meeting of the Board of Directors of G4S Secure Solutions (USA) Inc., held on December 18, 2014, the following resolution was unanimously adopted and passed:

RESOLVED: That in order to enable G4S Secure Solutions (USA) Inc., hereinafter referred to as the "Corporation," to respond to domestic business opportunities, the Board of Directors does hereby authorize and empower any one or more of the following persons designated by organizational title to sign certain pre-qualification instruments, bids, leases or contracts ("Contracts") and any other documents necessary to effectuate such Contracts on behalf of the Corporation, but only to the extent that the amount of such Contracts fall within the limits established by G4S Plc for North America within the financial authority limits set forth in G4S Secure Solutions (USA) Inc. corporate policies.

- General Counsel
- Chairman of the Board or Chief Executive Officer
- President
- Chief Operating Officer
- Executive Vice President or Senior Vice President
- Vice President
- Treasurer
- Regional Vice President
- General Manager
- Other G4S Secure Solutions (USA) Inc. employee who is specifically authorized to so execute such Contracts by the General Counsel of the Corporation.

FURTHER RESOLVED: The Board of Directors does hereby authorize and empower any one or more of the following persons designated by organizational title to sign local, state or Federal tax returns or any other forms promulgated by a local, state or Federal taxing authority, insurance forms and documents, deeds, leases, banking and loan documents, benefit plans, benefit plan modifications ("Forms") and any other documents necessary to effectuate such Forms on behalf of the Corporation:

- Chairman of the Board or Chief Executive Officer
- President or Chief Operating Officer
- Chief Financial Officer
- Executive Vice President or Senior Vice President
- Treasurer
- Any other Vice President who is specifically authorized to so execute such Forms by the General Counsel of the Corporation.

FURTHER RESOLVED: That the appropriate officers of the Corporation be fully authorized and empowered to do all things necessary or desirable to fully effectuate the transactions contemplated by the foregoing resolution, and to execute any and all documents, including but not limited to furnishing resolutions and certificates, all without the necessity of obtaining further Board of Director approvals.

IN WITNESS WHEREOF, I hereby certify that the foregoing resolution is valid and in full force and effect as of the date immediately set forth below, and I have hereunto subscribed my name and affixed the seal of said corporation on this 22nd day of September, 2015.

(SEAL)

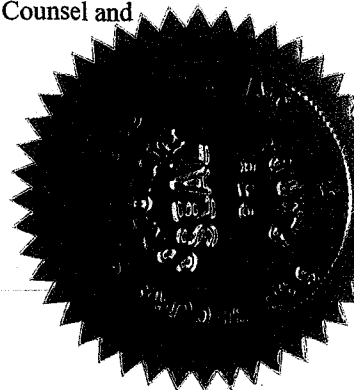


John Sumner
John Sumner, Vice President, General Counsel and Secretary

Sworn to and subscribed before me personally
this 22nd day of September, 2015

Jill Divens
Signature of Notary Public - State of Florida

Jill Divens
Print, Type, or Stamp Commissioned Name of Notary Public
Personally Known (X) or Produced Identification ()



**COOK COUNTY
ECONOMIC DISCLOSURE STATEMENT
AND EXECUTION DOCUMENT
INDEX**

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SECTION 1
INSTRUCTIONS FOR COMPLETION OF
ECONOMIC DISCLOSURE STATEMENT AND EXECUTION DOCUMENT

This Economic Disclosure Statement and Execution Document ("EDS") is to be completed and executed by every Bidder on a County contract, every Proposer responding to a Request for Proposals, and every Respondent responding to a Request for Qualifications, and others as required by the Chief Procurement Officer. The execution of the EDS shall serve as the execution of a contract awarded by the County. The Chief Procurement Officer reserves the right to request that the Bidder or Proposer, or Respondent provide an updated EDS on an annual basis.

Definitions. Terms used in this EDS and not otherwise defined herein shall have the meanings given to such terms in the Instructions to Bidders, General Conditions, Request for Proposals, Request for Qualifications, as applicable.

Affiliate means a person that directly or indirectly through one or more intermediaries, Controls is Controlled by, or is under common Control with the Person specified.

Applicant means a person who executes this EDS.

Bidder means any person who submits a Bid.

Code means the Code of Ordinances, Cook County, Illinois available on municode.com.

Contract shall include any written document to make Procurements by or on behalf of Cook County.

Contractor or *Contracting Party* means a person that enters into a Contract with the County.

Control means the unfettered authority to directly or indirectly manage governance, administration, work, and all other aspects of a business.

EDS means this complete Economic Disclosure Statement and Execution Document, including all sections listed in the Index and any attachments.

Joint Venture means an association of two or more Persons proposing to perform a for-profit business enterprise. Joint Ventures must have an agreement in writing specifying the terms and conditions of the relationship between the partners and their relationship and respective responsibility for the Contract.

Lobby or *lobbying* means to, for compensation, attempt to influence a County official or County employee with respect to any County matter.

Lobbyist means any person who lobbies.

Person or *Persons* means any individual, corporation, partnership, Joint Venture, trust, association, Limited Liability Company, sole proprietorship or other legal entity.

Prohibited Acts means any of the actions or occurrences which form the basis for disqualification under the Code, or under the Certifications hereinafter set forth.

Proposal means a response to an RFP.

Proposer means a person submitting a Proposal.

Response means response to an RFQ.

Respondent means a person responding to an RFQ.

RFP means a Request for Proposals issued pursuant to this Procurement Code.

RFQ means a Request for Qualifications issued to obtain the qualifications of interested parties.

**INSTRUCTIONS FOR COMPLETION OF
ECONOMIC DISCLOSURE STATEMENT AND EXECUTION DOCUMENT**

Section 1: Instructions. Section 1 sets forth the instructions for completing and executing this EDS.

Section 2: Certifications. Section 2 sets forth certifications that are required for contracting parties under the Code and other applicable laws. Execution of this EDS constitutes a warranty that all the statements and certifications contained, and all the facts stated, in the Certifications are true, correct and complete as of the date of execution.

Section 3: Economic and Other Disclosures Statement. Section 3 is the County's required Economic and Other Disclosures Statement form. Execution of this EDS constitutes a warranty that all the information provided in the EDS is true, correct and complete as of the date of execution, and binds the Applicant to the warranties, representations, agreements and acknowledgements contained therein.

Required Updates. The Applicant is required to keep all information provided in this EDS current and accurate. In the event of any change in the information provided, including but not limited to any change which would render inaccurate or incomplete any certification or statement made in this EDS, the Applicant shall supplement this EDS up to the time the County takes action, by filing an amended EDS or such other documentation as is required.

Additional Information. The County's Governmental Ethics and Campaign Financing Ordinances impose certain duties and obligations on persons or entities seeking County contracts, work, business, or transactions, and the Applicant is expected to comply fully with these ordinances. For further information please contact the Director of Ethics at (312) 603-4304 (69 W. Washington St. Suite 3040, Chicago, IL 60602) or visit the web-site at cookcountylil.gov/ethics-board-of.

Authorized Signers of Contract and EDS Execution Page. If the Applicant is a corporation, the President and Secretary must execute the EDS. In the event that this EDS is executed by someone other than the President, attach hereto a certified copy of that section of the Corporate By-Laws or other authorization by the Corporation, satisfactory to the County that permits the person to execute EDS for said corporation. If the corporation is not registered in the State of Illinois, a copy of the Certificate of Good Standing from the state of incorporation must be submitted with this Signature Page.

If the Applicant is a partnership or joint venture, all partners or joint venturers must execute the EDS, unless one partner or joint venture has been authorized to sign for the partnership or joint venture, in which case, the partnership agreement, resolution or evidence of such authority satisfactory to the Office of the Chief Procurement Officer must be submitted with this Signature Page.

If the Applicant is a member-managed LLC all members must execute the EDS, unless otherwise provided in the operating agreement, resolution or other corporate documents. If the Applicant is a manager-managed LLC, the manager(s) must execute the EDS. The Applicant must attach either a certified copy of the operating agreement, resolution or other authorization, satisfactory to the County, demonstrating such person has the authority to execute the EDS on behalf of the LLC. If the LLC is not registered in the State of Illinois, a copy of a current Certificate of Good Standing from the state of incorporation must be submitted with this Signature Page.

If the Applicant is a Sole Proprietorship, the sole proprietor must execute the EDS.

A "Partnership" "Joint Venture" or "Sole Proprietorship" operating under an Assumed Name must be registered with the Illinois county in which it is located, as provided in 805 ILCS 405 (2012), and documentation evidencing registration must be submitted with the EDS.

SECTION 2**CERTIFICATIONS**

THE FOLLOWING CERTIFICATIONS ARE MADE PURSUANT TO STATE LAW AND THE CODE. THE APPLICANT IS CAUTIONED TO CAREFULLY READ THESE CERTIFICATIONS PRIOR TO SIGNING THE SIGNATURE PAGE. SIGNING THE SIGNATURE PAGE SHALL CONSTITUTE A WARRANTY BY THE APPLICANT THAT ALL THE STATEMENTS, CERTIFICATIONS AND INFORMATION SET FORTH WITHIN THESE CERTIFICATIONS ARE TRUE, COMPLETE AND CORRECT AS OF THE DATE THE SIGNATURE PAGE IS SIGNED. THE APPLICANT IS NOTIFIED THAT IF THE COUNTY LEARNS THAT ANY OF THE FOLLOWING CERTIFICATIONS WERE FALSELY MADE, THAT ANY CONTRACT ENTERED INTO WITH THE APPLICANT SHALL BE SUBJECT TO TERMINATION.

A. PERSONS AND ENTITIES SUBJECT TO DISQUALIFICATION

No person or business entity shall be awarded a contract or sub-contract, for a period of five (5) years from the date of conviction or entry of a plea or admission of guilt, civil or criminal, if that person or business entity:

- 1) Has been convicted of an act committed, within the State of Illinois, of bribery or attempting to bribe an officer or employee of a unit of state, federal or local government or school district in the State of Illinois in that officer's or employee's official capacity;
- 2) Has been convicted by federal, state or local government of an act of bid-rigging or attempting to rig bids as defined in the Sherman Anti-Trust Act and Clayton Act. Act. 15 U.S.C. Section 1 *et seq.*;
- 3) Has been convicted of bid-rigging or attempting to rig bids under the laws of federal, state or local government;
- 4) Has been convicted of an act committed, within the State, of price-fixing or attempting to fix prices as defined by the Sherman Anti-Trust Act and the Clayton Act. 15 U.S.C. Section 1, *et seq.*;
- 5) Has been convicted of price-fixing or attempting to fix prices under the laws the State;
- 6) Has been convicted of defrauding or attempting to defraud any unit of state or local government or school district within the State of Illinois;
- 7) Has made an admission of guilt of such conduct as set forth in subsections (1) through (6) above which admission is a matter of record, whether or not such person or business entity was subject to prosecution for the offense or offenses admitted to; or
- 8) Has entered a plea of *nolo contendere* to charge of bribery, price-fixing, bid-rigging, or fraud, as set forth in subparagraphs (1) through (6) above.

In the case of bribery or attempting to bribe, a business entity may not be awarded a contract if an official, agent or employee of such business entity committed the Prohibited Act on behalf of the business entity and pursuant to the direction or authorization of an officer, director or other responsible official of the business entity, and such Prohibited Act occurred within three years prior to the award of the contract. In addition, a business entity shall be disqualified if an owner, partner or shareholder controlling, directly or indirectly, 20% or more of the business entity, or an officer of the business entity has performed any Prohibited Act within five years prior to the award of the Contract.

THE APPLICANT HEREBY CERTIFIES THAT: The Applicant has read the provisions of Section A, Persons and Entities Subject to Disqualification, that the Applicant has not committed any Prohibited Act set forth in Section A, and that award of the Contract to the Applicant would not violate the provisions of such Section or of the Code.

B. BID-RIGGING OR BID ROTATING

THE APPLICANT HEREBY CERTIFIES THAT: In accordance with 720 ILCS 5/33 E-11, neither the Applicant nor any Affiliated Entity is barred from award of this Contract as a result of a conviction for the violation of State laws prohibiting bid-rigging or bid rotating.

C. DRUG FREE WORKPLACE ACT

THE APPLICANT HEREBY CERTIFIES THAT: The Applicant will provide a drug free workplace, as required by (30 ILCS 580/3).

D. DELINQUENCY IN PAYMENT OF TAXES

THE APPLICANT HEREBY CERTIFIES THAT: *The Applicant is not an owner or a party responsible for the payment of any tax or fee administered by Cook County, by a local municipality, or by the Illinois Department of Revenue, which such tax or fee is delinquent, such as bar award of a contract or subcontract pursuant to the Code, Chapter 34, Section 34-171.*

E. HUMAN RIGHTS ORDINANCE

No person who is a party to a contract with Cook County ("County") shall engage in unlawful discrimination or sexual harassment against any individual in the terms or conditions of employment, credit, public accommodations, housing, or provision of County facilities, services or programs (Code Chapter 42, Section 42-30 et seq.).

F. ILLINOIS HUMAN RIGHTS ACT

THE APPLICANT HEREBY CERTIFIES THAT: *It is in compliance with the Illinois Human Rights Act (775 ILCS 5/2-105), and agrees to abide by the requirements of the Act as part of its contractual obligations.*

G. INSPECTOR GENERAL (COOK COUNTY CODE, CHAPTER 34, SECTION 34-174 and Section 34-250)

The Applicant has not willfully failed to cooperate in an investigation by the Cook County Independent Inspector General or to report to the Independent Inspector General any and all information concerning conduct which they know to involve corruption, or other criminal activity, by another county employee or official, which concerns his or her office of employment or County related transaction.

The Applicant has reported directly and without any undue delay any suspected or known fraudulent activity in the County's Procurement process to the Office of the Cook County Inspector General.

H. CAMPAIGN CONTRIBUTIONS (COOK COUNTY CODE, CHAPTER 2, SECTION 2-585)

THE APPLICANT CERTIFIES THAT: It has read and shall comply with the Cook County's Ordinance concerning campaign contributions, which is codified at Chapter 2, Division 2, Subdivision II, Section 585, and can be read in its entirety at www.municode.com.

I. GIFT BAN, (COOK COUNTY CODE, CHAPTER 2, SECTION 2-574)

THE APPLICANT CERTIFIES THAT: It has read and shall comply with the Cook County's Ordinance concerning receiving and soliciting gifts and favors, which is codified at Chapter 2, Division 2, Subdivision II, Section 574, and can be read in its entirety at www.municode.com.

J. LIVING WAGE ORDINANCE PREFERENCE (COOK COUNTY CODE, CHAPTER 34, SECTION 34-160;

Unless expressly waived by the Cook County Board of Commissioners, the Code requires that a living wage must be paid to individuals employed by a Contractor which has a County Contract and by all subcontractors of such Contractor under a County Contract, throughout the duration of such County Contract. The amount of such living wage is annually by the Chief Financial Officer of the County, and shall be posted on the Chief Procurement Officer's website.

The term "Contract" as used in Section 4, I, of this EDS, specifically excludes contracts with the following:

- 1) Not-For Profit Organizations (defined as a corporation having tax exempt status under Section 501(C)(3) of the United State Internal Revenue Code and recognized under the Illinois State not-for-profit law);
- 2) Community Development Block Grants;
- 3) Cook County Works Department;
- 4) Sheriff's Work Alternative Program; and
- 5) Department of Correction inmates.

SECTION 3

REQUIRED DISCLOSURES

1. DISCLOSURE OF LOBBYIST CONTACTS

List all persons that have made lobbying contacts on your behalf with respect to this contract:

Name Address

NONE

2. LOCAL BUSINESS PREFERENCE STATEMENT (CODE, CHAPTER 34, SECTION 34-230)

Local business means a Person, including a foreign corporation authorized to transact business in Illinois, having a bona fide establishment located within the County at which it is transacting business on the date when a Bid is submitted to the County, and which employs the majority of its regular, full-time work force within the County. A Joint Venture shall constitute a Local Business if one or more Persons that qualify as a "Local Business" hold interests totaling over 50 percent in the Joint Venture, even if the Joint Venture does not, at the time of the Bid submittal, have such a bona fide establishment within the County.

a) Is Applicant a "Local Business" as defined above?

Yes: _____ No: X

b) If yes, list business addresses within Cook County:

c) Does Applicant employ the majority of its regular full-time workforce within Cook County?

Yes: _____ No: X

3. THE CHILD SUPPORT ENFORCEMENT ORDINANCE (CODE, CHAPTER 34, SECTION 34-172)

Every Applicant for a County Privilege shall be in full compliance with any child support order before such Applicant is entitled to receive or renew a County Privilege. When delinquent child support exists, the County shall not issue or renew any County Privilege, and may revoke any County Privilege.

All Applicants are required to review the Cook County Affidavit of Child Support Obligations attached to this EDS (EDS-5) and complete the Affidavit, based on the instructions in the Affidavit.

4. REAL ESTATE OWNERSHIP DISCLOSURES.

The Applicant must indicate by checking the appropriate provision below and providing all required information that either:

- a) The following is a complete list of all real estate owned by the Applicant in Cook County:

PERMANENT INDEX NUMBER(S): _____

 (ATTACH SHEET IF NECESSARY TO LIST ADDITIONAL INDEX
 NUMBERS)

OR:

- b) X The Applicant owns no real estate in Cook County.

5. EXCEPTIONS TO CERTIFICATIONS OR DISCLOSURES.

If the Applicant is unable to certify to any of the Certifications or any other statements contained in this EDS and not explained elsewhere in this EDS, the Applicant must explain below:

If the letters, "NA", the word "None" or "No Response" appears above, or if the space is left blank, it will be conclusively presumed that the Applicant certified to all Certifications and other statements contained in this EDS.

COOK COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT

The Cook County Code of Ordinances (§2-610 *et seq.*) requires that any Applicant for any County Action must disclose information concerning ownership interests in the Applicant. This Disclosure of Ownership Interest Statement must be completed with all information current as of the date this Statement is signed. Furthermore, this Statement must be kept current, by filing an amended Statement, until such time as the County Board or County Agency shall take action on the application. The information contained in this Statement will be maintained in a database and made available for public viewing.

If you are asked to list names, but there are no applicable names to list, you must state NONE. An incomplete Statement will be returned and any action regarding this contract will be delayed. A failure to fully comply with the ordinance may result in the action taken by the County Board or County Agency being voided.

"Applicant" means any Entity or person making an application to the County for any County Action.

"County Action" means any action by a County Agency, a County Department, or the County Board regarding an ordinance or ordinance amendment, a County Board approval, or other County agency approval, with respect to contracts, leases, or sale or purchase of real estate.

"Person" "Entity" or "Legal Entity" means a sole proprietorship, corporation, partnership, association, business trust, estate, two or more persons having a joint or common interest, trustee of a land trust, other commercial or legal entity or any beneficiary or beneficiaries thereof.

This Disclosure of Ownership Interest Statement must be submitted by :

1. An Applicant for County Action and
2. A Person that holds stock or a beneficial interest in the Applicant and is listed on the Applicant's Statement (a "Holder") must file a Statement and complete #1 only under **Ownership Interest Declaration**.

Please print or type responses clearly and legibly. Add additional pages if needed, being careful to identify each portion of the form to which each additional page refers.

This Statement is being made by the ☒ Applicant or ☐ Stock/Beneficial Interest Holder

This Statement is an: ☐ Original Statement or ☒ Amended Statement (2014 AGREEMENT)

Identifying Information:

Name 645 SECURE SOLUTIONS (USA) INC.

D/B/A: 645; 645 USA

FEIN NO.: 59-0857245

Street Address: 1395 UNIVERSITY BLVD

City: JUPITER

State: FL

Zip Code: 33458

Phone No.: 561-622-5656

Fax Number: 561-691-6727

Email: INFO@USA.645.COM

Cook County Business Registration Number: _____

(Sole Proprietor, Joint Venture Partnership)

Corporate File Number (if applicable): _____

Form of Legal Entity:

☐ Sole Proprietor ☐ Partnership ☒ Corporation ☐ Trustee of Land Trust

☐ Business Trust ☐ Estate ☐ Association ☐ Joint Venture

☐ Other (describe) _____

Ownership Interest Declaration:

1. List the name(s), address, and percent ownership of each Person having a legal or beneficial interest (including ownership) of more than five percent (5%) in the Applicant/Holder.

Name	Address	Percentage Interest in Applicant/Holder
G4S HOLDING OVE, INC.	1395 UNIVERSITY BLVD, JUPITER, FL 33458	100%
APPLICANT IS AN INDIRECT, WHOLLY OWNED SUBSIDIARY OF G4S HOLDING OVE, INC.		
AN INDIRECT, WHOLLY OWNED SUBSIDIARY OF G4S PLC, A GLOBAL ORGANIZATION THAT IS TRADED ON THE LONDON AND COPENHAGEN STOCK EXCHANGES		

2. If the interest of any Person listed in (1) above is held as an agent or agents, or a nominee or nominees, list the name and address of the principal on whose behalf the interest is held.

Name of Agent/Nominee	Name of Principal	Principal's Address

3. Is the Applicant constructively controlled by another person or Legal Entity? [☒] Yes [☐] No
- If yes, state the name, address and percentage of beneficial interest of such person, and the relationship under which such control is being or may be exercised.

Name	Address	Percentage of Beneficial Interest	Relationship
G4S HOLDING OVE, INC.	1395 UNIVERSITY BLVD JUPITER, FL 33458	100%	PARENT
G4S PLC	MANOR ROYAL, THE MANOR CROOKET WEST SUSSEX RH10 9UN UNITED KINGDOM	100%	ULTIMATE PARENT

Corporate Officers, Members and Partners Information:

For all corporations, list the names, addresses, and terms for all corporate officers. For all limited liability companies, list the names, addresses for all members. For all partnerships and joint ventures, list the names, addresses, for each partner or joint venture.

Name	Address	Title (specify title of Office, or whether manager or partner/joint venture)	Term of Office
JOHN KENNEDY	1395 UNIVERSITY BLVD JUPITER, FL 33458	PRESIDENT	
JOHN SUMNER	JUPITER, FL	VICE PRESIDENT + SECRETARY	
DREW LEVINE	JUPITER, FL	VICE PRESIDENT	

Declaration (check the applicable box):

- [☒] I state under oath that the Applicant has withheld no disclosure as to ownership interest in the Applicant nor reserved any information, data or plan as to the intended use or purpose for which the Applicant seeks County Board or other County Agency action.
- [☐] I state under oath that the Holder has withheld no disclosure as to ownership interest nor reserved any information required to be disclosed.

COOK COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT SIGNATURE PAGE

WILLIAM A. O'BRIEN
Name of Authorized Applicant/Holder Representative (please print or type)

William A. O'Brien
Signature

WILLIAM.O'BRIEN@USA-645.COM
E-mail address

GENERAL MANAGER
Title

9-22-15
Date

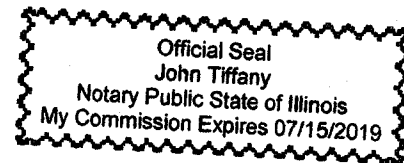
630-920-4432
Phone Number

Subscribed to and sworn before me
this 29 day of Sept., 2015

My commission expires: 7/15/2019

X [Signature]
Notary Public Signature

Notary Seal





COOK COUNTY BOARD OF ETHICS
 69 W. WASHINGTON STREET, SUITE 3040
 CHICAGO, ILLINOIS 60602
 312/603-4304 Office 312/603-9988 Fax

FAMILIAL RELATIONSHIP DISCLOSURE PROVISION

Nepotism Disclosure Requirement:

Doing a significant amount of business with the County requires that you disclose to the Board of Ethics the existence of any familial relationships with any County employee or any person holding elective office in the State of Illinois, the County, or in any municipality within the County. The Ethics Ordinance defines a significant amount of business for the purpose of this disclosure requirement as more than \$25,000 in aggregate County leases, contracts, purchases or sales in any calendar year.

If you are unsure of whether the business you do with the County or a County agency will cross this threshold, err on the side of caution by completing the attached familial disclosure form because, among other potential penalties, any person found guilty of failing to make a required disclosure or knowingly filing a false, misleading, or incomplete disclosure will be prohibited from doing any business with the County for a period of three years. The required disclosure should be filed with the Board of Ethics by January 1 of each calendar year in which you are doing business with the County and again with each bid/proposal/quotation to do business with Cook County. The Board of Ethics may assess a late filing fee of \$100 per day after an initial 30-day grace period.

The person that is doing business with the County must disclose his or her familial relationships. If the person on the County lease or contract or purchasing from or selling to the County is a business entity, then the business entity must disclose the familial relationships of the individuals who are and, during the year prior to doing business with the County, were:

- its board of directors,
- its officers,
- its employees or independent contractors responsible for the general administration of the entity,
- its agents authorized to execute documents on behalf of the entity, and
- its employees who directly engage or engaged in doing work with the County on behalf of the entity.

Do not hesitate to contact the Board of Ethics at (312) 603-4304 for assistance in determining the scope of any required familial relationship disclosure.

Additional Definitions:

"Familial relationship" means a person who is a spouse, domestic partner or civil union partner of a County employee or State, County or municipal official, or any person who is related to such an employee or official, whether by blood, marriage or adoption, as a:

- | | | |
|----------------------------------|--|---------------------------------------|
| <input type="checkbox"/> Parent | <input type="checkbox"/> Grandparent | <input type="checkbox"/> Stepfather |
| <input type="checkbox"/> Child | <input type="checkbox"/> Grandchild | <input type="checkbox"/> Stepmother |
| <input type="checkbox"/> Brother | <input type="checkbox"/> Father-in-law | <input type="checkbox"/> Stepson |
| <input type="checkbox"/> Sister | <input type="checkbox"/> Mother-in-law | <input type="checkbox"/> Stepdaughter |
| <input type="checkbox"/> Aunt | <input type="checkbox"/> Son-in-law | <input type="checkbox"/> Stepbrother |
| <input type="checkbox"/> Uncle | <input type="checkbox"/> Daughter-in-law | <input type="checkbox"/> Stepsister |
| <input type="checkbox"/> Niece | <input type="checkbox"/> Brother-in-law | <input type="checkbox"/> Half-brother |
| <input type="checkbox"/> Nephew | <input type="checkbox"/> Sister-in-law | <input type="checkbox"/> Half-sister |

**COOK COUNTY BOARD OF ETHICS
FAMILIAL RELATIONSHIP DISCLOSURE FORM**

A. PERSON DOING OR SEEKING TO DO BUSINESS WITH THE COUNTY

Name of Person Doing Business with the County: WILLIAM A. O'BRYEN - GENERAL MANAGER
645 SECURE SOLUTIONS (USA) INC.

Address of Person Doing Business with the County: 1375 UNIVERSITY BLVD. JUPITER, FL 33458

Phone number of Person Doing Business with the County: 561-622-5656

Email address of Person Doing Business with the County: WILLIAM.O'BRYEN@USA.645.COM

If Person Doing Business with the County is a Business Entity, provide the name, title and contact information for the individual completing this disclosure on behalf of the Person Doing Business with the County:

B. DESCRIPTION OF BUSINESS WITH THE COUNTY

Append additional pages as needed and for each County lease, contract, purchase or sale sought and/or obtained during the calendar year of this disclosure (or the proceeding calendar year if disclosure is made on January 1), identify:

The lease number, contract number, purchase order number, request for proposal number and/or request for qualification number associated with the business you are doing or seeking to do with the County: _____

CONTRACT # 08-41-321

The aggregate dollar value of the business you are doing or seeking to do with the County: \$ _____

The name, title and contact information for the County official(s) or employee(s) involved in negotiating the business you are doing or seeking to do with the County: _____

The name, title and contact information for the County official(s) or employee(s) involved in managing the business you are doing or seeking to do with the County: _____

C. DISCLOSURE OF FAMILIAL RELATIONSHIPS WITH COUNTY EMPLOYEES OR STATE, COUNTY OR MUNICIPAL ELECTED OFFICIALS

Check the box that applies and provide related information where needed

☐ The Person Doing Business with the County is an individual and there is **no familial relationship** between this individual and any Cook County employee or any person holding elective office in the State of Illinois, Cook County, or any municipality within Cook County.

☒ The Person Doing Business with the County is a **business entity** and there is **no familial relationship** between any member of this business entity's board of directors, officers, persons responsible for general administration of the business entity, agents authorized to execute documents on behalf of the business entity or employees directly engaged in contractual work with the County on behalf of the business entity, and any Cook County employee or any person holding elective office in the State of Illinois, Cook County, or any municipality within Cook County.

**COOK COUNTY BOARD OF ETHICS
FAMILIAL RELATIONSHIP DISCLOSURE FORM**

- ☐ The Person Doing Business with the County **is an individual and there is a familial relationship** between this individual and at least one Cook County employee and/or a person or persons holding elective office in the State of Illinois, Cook County, and/or any municipality within Cook County. **The familial relationships are as follows:**

Name of Individual Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

If more space is needed, attach an additional sheet following the above format.

- ☐ The Person Doing Business with the County **is a business entity and there is a familial relationship** between at least one member of this business entity's board of directors, officers, persons responsible for general administration of the business entity, agents authorized to execute documents on behalf of the business entity and/or employees directly engaged in contractual work with the County on behalf of the business entity, on the one hand, and at least one Cook County employee and/or a person holding elective office in the State of Illinois, Cook County, and/or any municipality within Cook County, on the other. **The familial relationships are as follows:**

Name of Member of Board of Director for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Name of Officer for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Name of Person Responsible for the General Administration of the Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
---	--	--	-------------------------------------

_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Name of Agent Authorized to Execute Documents for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
---	--	--	-------------------------------------

_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Name of Employee of Business Entity Directly Engaged in Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
---	--	--	-------------------------------------

_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

If more space is needed, attach an additional sheet following the above format.

VERIFICATION: To the best of my knowledge, the information I have provided on this disclosure form is accurate and complete. I acknowledge that an inaccurate or incomplete disclosure is punishable by law, including but not limited to fines and debarment.


Signature of Recipient

9-22-15
Date

SUBMIT COMPLETED FORM TO: Cook County Board of Ethics
69 West Washington Street, Suite 3040, Chicago, Illinois 60602
Office (312) 603-4304 – Fax (312) 603-9988
CookCounty.Ethics@cookcountyil.gov

* Spouse, domestic partner, civil union partner or parent, child, sibling, aunt, uncle, niece, nephew, grandparent or grandchild by blood, marriage (*i.e.* in laws and step relations) or adoption.

SECTION 4

COOK COUNTY AFFIDAVIT FOR WAGE THEFT ORDINANCE

Effective May 1, 2015, every Person, **including Substantial Owners**, seeking a Contract with Cook County must comply with the Cook County Wage Theft Ordinance set forth in Chapter 34, Article IV, Section 179. Any Person/Substantial Owner, who fails to comply with Cook County Wage Theft Ordinance, may request that the Chief Procurement Officer grant a reduction or waiver in accordance with Section 34-179(d).

"Contract" means any written document to make Procurements by or on behalf of Cook County.

"Person" means any individual, corporation, partnership, Joint Venture, trust, association, limited liability company, sole proprietorship or other legal entity.

"Procurement" means obtaining supplies, equipment, goods, or services of any kind.

"Substantial Owner" means any person or persons who own or hold a twenty-five percent (25%) or more percentage of interest in any business entity seeking a County Privilege, including those shareholders, general or limited partners, beneficiaries and principals; except where a business entity is an individual or sole proprietorship, Substantial Owner means that individual or sole proprietor.

All Persons/Substantial Owners are required to complete this affidavit and comply with the Cook County Wage Theft Ordinance before any Contract is awarded. Signature of this form constitutes a certification the information provided below is correct and complete, and that the individual(s) signing this form has/have personal knowledge of such information.

I. Contract Information:

Contract Number: 08-41-321
 County Using Agency (requesting Procurement): SECURITY SERVICES FOR JUVENILE TEMPORARY DETENTION FACILITY BUREAU OF TECHNOLOGY

II. Person/Substantial Owner Information:

Person (Corporate Entity Name): 645 SECURE SOLUTIONS (USA) INC
 Substantial Owner Complete Name: _____
 FEIN# 59-0857245
 Date of Birth: _____ E-mail address: INFO@USA-645.COM
 Street Address: 1395 UNIVERSITY BLVD
 City: SUITE State: FL Zip: 33458
 Home Phone: (561) 622-5656 Driver's License No: _____

III. Compliance with Wage Laws:

Within the past five years has the Person/Substantial Owner, in any judicial or administrative proceeding, been convicted of, entered a plea, made an admission of guilt or liability, or had an administrative finding made for committing a repeated or willful violation of any of the following laws:

Illinois Wage Payment and Collection Act, 820 ILCS 115/1 et seq.,

YES or NO NO

Illinois Minimum Wage Act, 820 ILCS 105/1 et seq., YES or NO NO

Illinois Worker Adjustment and Retraining Notification Act, 820 ILCS 65/1 et seq., YES or NO NO

Employee Classification Act, 820 ILCS 185/1 et seq., YES or NO NO

Fair Labor Standards Act of 1938, 29 U.S.C. 201, et seq.,

YES or NO NO

Any comparable state statute or regulation of any state, which governs the payment of wages

YES or NO NO

If the Person/Substantial Owner answered "Yes" to any of the questions above, it is ineligible to enter into a Contract with Cook County, but can request a reduction or waiver under **Section IV**.

IV. Request for Waiver or Reduction

If Person/Substantial Owner answered "Yes" to any of the questions above, it may request a reduction or waiver in accordance with Section 34-179(d), provided that the request for reduction of waiver is made on the basis of one or more of the following actions that have taken place:

There has been a bona fide change in ownership or Control of the ineligible Person or Substantial Owner
YES or NO

Disciplinary action has been taken against the individual(s) responsible for the acts giving rise to the violation
YES or NO

Remedial action has been taken to prevent a recurrence of the acts giving rise to the disqualification or default
YES or NO

Other factors that the Person or Substantial Owner believe are relevant.
YES or NO

The Person/Substantial Owner must submit documentation to support the basis of its request for a reduction or waiver. The Chief Procurement Officer reserves the right to make additional inquiries and request additional documentation.

V. Affirmation

The Person/Substantial Owner affirms that all statements contained in the Affidavit are true, accurate and complete.

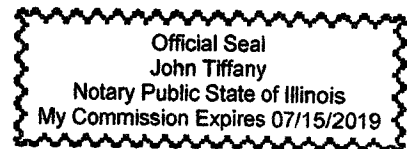
Signature: William A. O'Brien Date: 9-22-15

Name of Person signing (Print): WILLIAM A. O'BRIEN Title: GENERAL MANAGER

Subscribed and sworn to before me this 29th day of September, 20 15

X John Tiffany Notary Public Signature Notary Seal

Note: The above information is subject to verification prior to the award of the Contract.



CERTIFICATE

I, John Sumner, a corporate officer of G4S Secure Solutions (USA) Inc. and Secretary thereof, a corporation organized and existing under the laws of the State of Florida, do hereby certify that at a Regular Quarterly Meeting of the Board of Directors of G4S Secure Solutions (USA) Inc., held on December 18, 2014, the following resolution was unanimously adopted and passed:

RESOLVED: That in order to enable G4S Secure Solutions (USA) Inc., hereinafter referred to as the "Corporation," to respond to domestic business opportunities, the Board of Directors does hereby authorize and empower any one or more of the following persons designated by organizational title to sign certain pre-qualification instruments, bids, leases or contracts ("Contracts") and any other documents necessary to effectuate such Contracts on behalf of the Corporation, but only to the extent that the amount of such Contracts fall within the limits established by G4S Plc for North America within the financial authority limits set forth in G4S Secure Solutions (USA) Inc. corporate policies.

- General Counsel
- Chairman of the Board or Chief Executive Officer
- President
- Chief Operating Officer
- Executive Vice President or Senior Vice President
- Vice President
- Treasurer
- Regional Vice President
- General Manager
- Other G4S Secure Solutions (USA) Inc. employee who is specifically authorized to so execute such Contracts by the General Counsel of the Corporation.

FURTHER RESOLVED: The Board of Directors does hereby authorize and empower any one or more of the following persons designated by organizational title to sign local, state or Federal tax returns or any other forms promulgated by a local, state or Federal taxing authority, insurance forms and documents, deeds, leases, banking and loan documents, benefit plans, benefit plan modifications ("Forms") and any other documents necessary to effectuate such Forms on behalf of the Corporation:

- Chairman of the Board or Chief Executive Officer
- President or Chief Operating Officer
- Chief Financial Officer
- Executive Vice President or Senior Vice President
- Treasurer
- Any other Vice President who is specifically authorized to so execute such Forms by the General Counsel of the Corporation.

FURTHER RESOLVED: That the appropriate officers of the Corporation be fully authorized and empowered to do all things necessary or desirable to fully effectuate the transactions contemplated by the foregoing resolution, and to execute any and all documents, including but not limited to furnishing resolutions and certificates, all without the necessity of obtaining further Board of Director approvals.

IN WITNESS WHEREOF, I hereby certify that the foregoing resolution is valid and in full force and effect as of the date immediately set forth below, and I have hereunto subscribed my name and affixed the seal of said corporation on this 22nd day of September, 2015.

(SEAL)



John Sumner, Vice President, General Counsel and Secretary

Sworn to and subscribed before me personally this 22nd day of September, 2015

Jill Divens
Signature of Notary Public - State of Florida

Jill Divens
Print, Type, or Stamp Commissioned Name of Notary Public
Personally Known (X) or Produced Identification ()



SECTION 5

CONTRACT AND EDS EXECUTION PAGE
PLEASE EXECUTE THREE ORIGINAL COPIES

The Applicant hereby certifies and warrants that all of the statements, certifications and representations set forth in this EDS are true, complete and correct; that the Applicant is in full compliance and will continue to be in compliance throughout the term of the Contract or County Privilege issued to the Applicant with all the policies and requirements set forth in this EDS; and that all facts and information provided by the Applicant in this EDS are true, complete and correct. The Applicant agrees to inform the Chief Procurement Officer in writing if any of such statements, certifications, representations, facts or information becomes or is found to be untrue, incomplete or incorrect during the term of the Contract or County Privilege.

Execution by Corporation

645 SECURE SOLUTIONS (USA) INC.
 Corporation's Name

561-622-5656
 Telephone

X John Sumner
 Secretary Signature

John Sumner, Secretary,
 Senior Vice President +
 General Counsel

WILLIAM A. O'BRIEN Will O'Brien
 President's Printed Name and Signature

GENERAL MGR
INFO@USA-645.COM
 Email

9-22-15
 Date

Execution by LLC

 LLC Name

 *Member/Manager Printed Name and Signature

 Date

 Telephone and Email

Execution by Partnership/Joint Venture

 Partnership/Joint Venture Name

 *Partner/Joint Venturer Printed Name and Signature

 Date

 Telephone and Email

Execution by Sole Proprietorship

 Printed Name and Signature

 Date

 Telephone

 Email

Subscribed and sworn to before me this

29th day of Sept., 2015.

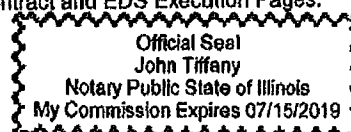
My commission expires: 7/15/2019

John Tiffany
 Notary Public Signature

 Notary Seal

If the operating agreement, partnership agreement or governing documents requiring execution by multiple members, managers, partners, or joint venturers, please complete and execute additional Contract and EDS Execution Pages.

EDS-16



8/2015

CERTIFICATE

I, John Sumner, a corporate officer of G4S Secure Solutions (USA) Inc. and Secretary thereof, a corporation organized and existing under the laws of the State of Florida, do hereby certify that at a Regular Quarterly Meeting of the Board of Directors of G4S Secure Solutions (USA) Inc., held on December 18, 2014, the following resolution was unanimously adopted and passed:

RESOLVED: That in order to enable G4S Secure Solutions (USA) Inc., hereinafter referred to as the "Corporation," to respond to domestic business opportunities, the Board of Directors does hereby authorize and empower any one or more of the following persons designated by organizational title to sign certain pre-qualification instruments, bids, leases or contracts ("Contracts") and any other documents necessary to effectuate such Contracts on behalf of the Corporation, but only to the extent that the amount of such Contracts fall within the limits established by G4S Plc for North America within the financial authority limits set forth in G4S Secure Solutions (USA) Inc. corporate policies.

- General Counsel
- Chairman of the Board or Chief Executive Officer
- President
- Chief Operating Officer
- Executive Vice President or Senior Vice President
- Vice President
- Treasurer
- Regional Vice President
- General Manager
- Other G4S Secure Solutions (USA) Inc. employee who is specifically authorized to so execute such Contracts by the General Counsel of the Corporation.

FURTHER RESOLVED: The Board of Directors does hereby authorize and empower any one or more of the following persons designated by organizational title to sign local, state or Federal tax returns or any other forms promulgated by a local, state or Federal taxing authority, insurance forms and documents, deeds, leases, banking and loan documents, benefit plans, benefit plan modifications ("Forms") and any other documents necessary to effectuate such Forms on behalf of the Corporation:

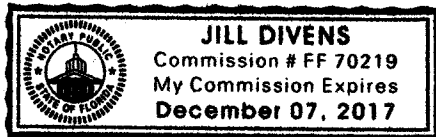
- Chairman of the Board or Chief Executive Officer
- President or Chief Operating Officer
- Chief Financial Officer
- Executive Vice President or Senior Vice President
- Treasurer
- Any other Vice President who is specifically authorized to so execute such Forms by the General Counsel of the Corporation.

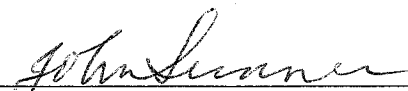
FURTHER RESOLVED: That the appropriate officers of the Corporation be fully authorized and empowered to do all things necessary or desirable to fully effectuate the transactions contemplated by the foregoing resolution, and to execute any and all documents, including but not limited to furnishing resolutions and certificates, all without the necessity of obtaining further Board of Director approvals.

IN WITNESS WHEREOF, I hereby certify that the foregoing resolution is valid and in full force and effect as of the date immediately set forth below, and I have hereunto subscribed my name and affixed the seal of said corporation on this

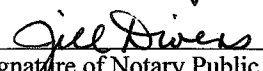
22nd day of September, 2015.

(SEAL)

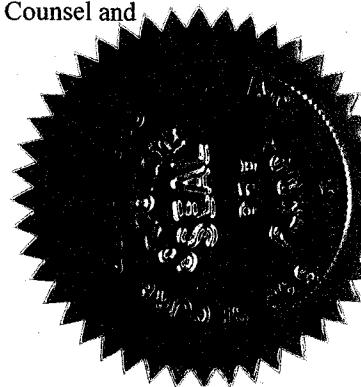



John Sumner, Vice President, General Counsel and Secretary

Sworn to and subscribed before me personally
this 22nd day of September, 2015


Signature of Notary Public - State of Florida

Jill Divens
Print, Type, or Stamp Commissioned Name of Notary Public
Personally Known (X) or Produced Identification ()



Cook County
Office of the Chief Procurement Officer
Identification of Subcontractor/Supplier/Subconsultant Form

OCPO ONLY:

- ☐ Disqualification
☐ Check Complete

The Bidder/Proposer/Respondent ("the Contractor") will fully complete and execute and submit an Identification of Subcontractor/Supplier/Subconsultant Form ("ISF") with each Bid, Request for Proposal, and Request for Qualification. **The Contractor must complete the ISF for each Subcontractor, Supplier or Subconsultant which shall be used on the Contract.** In the event that there are any changes in the utilization of Subcontractors, Suppliers or Subconsultants, the Contractor must file an updated ISF.

Bid/RFP/RFQ No.: <u>08-41-321</u>	Date: <u>9-29-15</u>
Total Bid or Proposal Amount:	Contract Title:
Contractor: <u>645 SECURE SOLUTIONS (USA) INC.</u>	Subcontractor/Supplier/ Subconsultant to be added or substitute: <u>N/A</u>
Authorized Contact for Contractor: <u>WILLIAM A. O'BRIEN</u>	Authorized Contact for Subcontractor/Supplier/ Subconsultant: <u>N/A</u>
Email Address (Contractor): <u>INFO@USA-645.COM</u>	Email Address (Subcontractor): <u>N/A</u>
Company Address (Contractor): <u>1395 UNIVERSITY BLVD JUPITER, FL 33458</u>	Company Address (Subcontractor): <u>N/A</u>
City, State and Zip (Contractor): <u>JUPITER, FL 33458</u>	City, State and Zip (Subcontractor): <u>N/A</u>
Telephone and Fax (Contractor): <u>561-622-5656</u>	Telephone and Fax (Subcontractor): <u>N/A</u>
Estimated Start and Completion Dates (Contractor):	Estimated Start and Completion Dates (Subcontractor): <u>N/A</u>

Note: Upon request, a copy of all written subcontractor agreements must be provided to the OCPO.

<u>Description of Services or Supplies</u>	<u>Total Price of Subcontract for Services or Supplies</u>

The subcontract documents will incorporate all requirements of the Contract awarded to the Contractor as applicable. The subcontract will in no way hinder the Subcontractor/Supplier/Subconsultant from maintaining its progress on any other contract on which it is either a Subcontractor/Supplier/Subconsultant or principal contractor. This disclosure is made with the understanding that the Contractor is not under any circumstances relieved of its abilities and obligations, and is responsible for the organization, performance, and quality of work. **This form does not approve any proposed changes, revisions or modifications to the contract approved MBE/WBE Utilization Plan. Any changes to the contract's approved MBE/WBE/Utilization Plan must be submitted to the Office of the Contract Compliance.**

Contractor
WILLIAM A. O'BRIEN
 Name
GENERAL MANAGER
 Title
Will C. O'Brien 9-29-15
 Prime Contractor Signature Date



CERTIFICATE OF LIABILITY INSURANCE

DATE(MM/DD/YYYY)
09/22/2015

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Aon Risk Services, Inc of Florida 1001 Brickell Bay Drive Suite 1100 Miami FL 33131 USA	CONTACT NAME:	
	PHONE (A/C. No. Ext): (866) 283-7122	FAX (A/C. No.): (800) 363-0105
INSURED G4S Secure Solutions (USA) Inc. 1395 University Blvd Jupiter FL 33458 USA	E-MAIL ADDRESS:	
	INSURER(S) AFFORDING COVERAGE	
	NAIC #	
	INSURER A: National Union Fire Ins Co of Pittsburgh	19445
	INSURER B: New Hampshire Ins Co	23841
	INSURER C: Illinois National Insurance Co	23817
INSURER D: AIG Europe Limited	AA1120841	
INSURER E:		
INSURER F:		

COVERAGES **CERTIFICATE NUMBER: 570059460873** **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS. **Limits shown are as requested**

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC <input type="checkbox"/> OTHER:			GL3333283	10/01/2015	10/01/2016	EACH OCCURRENCE \$5,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$5,000,000 MED EXP (Any one person) Excluded PERSONAL & ADV INJURY \$5,000,000 GENERAL AGGREGATE \$5,000,000 PRODUCTS - COMP/OP AGG \$5,000,000
A	AUTOMOBILE LIABILITY			CA 746-98-77 AOS	10/01/2015	10/01/2016	COMBINED SINGLE LIMIT (Ea accident) \$5,000,000
B	<input checked="" type="checkbox"/> ANY AUTO			CA 746-98-78 MA	10/01/2015	10/01/2016	BODILY INJURY (Per person)
A	<input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS			CA 746-98-79 VA	10/01/2015	10/01/2016	BODILY INJURY (Per accident) PROPERTY DAMAGE (Per accident)
D	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input type="checkbox"/> RETENTION			23003214	10/01/2015	10/01/2016	EACH OCCURRENCE \$5,000,000 AGGREGATE \$5,000,000
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR / PARTNER / EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N N	N/A	WC024781119 AOS WC067940050 MN	10/01/2015	10/01/2016	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$3,000,000 E.L. DISEASE-EA EMPLOYEE \$3,000,000 E.L. DISEASE-POLICY LIMIT \$3,000,000
A	Excess WC			XWC1103495 OH-Statutory WC SIR applies per policy terms & conditions	10/01/2015	10/01/2016	EL Each Accident \$3,000,000 EL Disease - Policy \$3,000,000 EL Disease - Ea Emp \$3,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

Contract No. 08-41-321. G4S Branch: Chicago.

County is included as Additional Insured in accordance with the policy provisions of the General and Automobile Liability policies.

CERTIFICATE HOLDER

CANCELLATION

County of Cook, Illinois Juvenile Temporary Detention Center 1100 South Hamilton Avenue Chicago IL 60612-4207 USA	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE <i>Aon Risk Services Inc of Florida</i>

Holder Identifier :

Certificate No : 570059460873



AGENCY CUSTOMER ID: 10515775

LOC #:



ADDITIONAL REMARKS SCHEDULE

Page _ of _

AGENCY Aon Risk Services, Inc of Florida		NAMED INSURED G4S Secure Solutions (USA) Inc.	
POLICY NUMBER See Certificate Number: 570059460873			
CARRIER See Certificate Number: 570059460873	NAIC CODE	EFFECTIVE DATE:	

ADDITIONAL REMARKS

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,
FORM NUMBER: ACORD 25 FORM TITLE: Certificate of Liability Insurance

INSURER(S) AFFORDING COVERAGE	NAIC #
INSURER	
INSURER	
INSURER	
INSURER	

ADDITIONAL POLICIES If a policy below does not include limit information, refer to the corresponding policy on the ACORD certificate form for policy limits.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YYYY)	POLICY EXPIRATION DATE (MM/DD/YYYY)	LIMITS
	WORKERS COMPENSATION						
A		N/A		WC024781120 CA	10/01/2015	10/01/2016	
C		N/A		WC024781121 FL	10/01/2015	10/01/2016	
B		N/A		WC024781122 MA, WI - incl. Stop Gap	10/01/2015	10/01/2016	
B		N/A		WC067940056 IL, KY, NC, NH, UT, VT	10/01/2015	10/01/2016	
B		N/A		WC067940049 ME	10/01/2015	10/01/2016	
B		N/A		WC067940051 NJ, PA	10/01/2015	10/01/2016	



OFFICE OF CONTRACT COMPLIANCE

JACQUELINE GOMEZ

DIRECTOR

118 N. Clark, County Building, Room 1020 • Chicago, Illinois 60602 • (312) 603-5502

TONI PRECKWINKLE

PRESIDENT

**Cook County Board
of Commissioners**

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16th District

SEAN M. MORRISON

17th District

October 29, 2015

Ms. Shannon E. Andrews
Chief Procurement Officer
County Building-Room 1018
Chicago, IL 60602

Re: Contract No. 08-41-321 (Amendment No. 12)
Security Services
Juvenile Temporary Detention Center

Dear Ms. Andrews:

The Office of Contract Compliance is in receipt of the above-reference contract amendment and has reviewed it for compliance with the Minority- and Women- owned Business Enterprises Ordinance. After careful review it has been determined that, this amendment is responsive to the Ordinance.

Bidder: G4S Secure Solutions (USA), Inc.

Original Contract Amount: \$1,862,848.00

Increase Contract Amount: \$17,912,848.00 (Amendments 1 through 11)

New Contract Value: \$ \$20,112,848.00

Increased Contract Value: \$2,500,000.00 (Amendment No.1 2)

New Contract Value: \$22,612,848.00

Contract Goal: 35%MBE/WBE

Full MBE/WBE Waiver Granted: Due to the specifications and necessary requirements for performing the contract make it impossible or economically in-feasible to divide the contract to enable the contractor to utilize MBEs and/or WBEs in accordance with the applicable participation. The contract specification of this sole source contract has been exempt from MBE/WBE participation.

The Office of Contract Compliance has been advised by the Requesting Department that no other bidders are being recommended for award. Original MBE/WBE forms were used in the determination of the responsiveness of this contract.

Sincerely,

JA.

Jacqueline Gomez

Contract Compliance Director

JG/ate

Cc: Nicole Large, OCPO
Susan Tidwell, JTDC

MBE/WBE UTILIZATION PLAN - FORM 1

*** NOT APPLICABLE**

BIDDER/PROPOSER HEREBY STATES that all MBE/WBE firms included in this Plan are certified MBEs/WBEs by at least one of the entities listed in the General Conditions – Section 19.

*** CONTRACT DOES NOT
REQUIRE MBE/WBE
PARTICIPATION**

I. BIDDER/PROPOSER MBE/WBE STATUS: (check the appropriate line)

- ☐ Bidder/Proposer is a certified MBE or WBE firm. (If so, attach copy of current Letter of Certification)
- ☐ Bidder/Proposer is a Joint Venture and one or more Joint Venture partners are certified MBEs or WBEs. (If so, attach copies of Letter(s) of Certification, a copy of Joint Venture Agreement clearly describing the role of the MBE/WBE firm(s) and its ownership interest in the Joint Venture and a completed Joint Venture Affidavit – available online at www.cookcountylil.gov/contractcompliance)
- ☐ Bidder/Proposer is not a certified MBE or WBE firm, nor a Joint Venture with MBE/WBE partners, but will utilize MBE and WBE firms either directly or indirectly in the performance of the Contract. (If so, complete Sections II below and the Letter(s) of Intent – Form 2).

II.

☐

Direct Participation of MBE/WBE Firms

☐

Indirect Participation of MBE/WBE Firms

NOTE: Where goals have not been achieved through direct participation, Bidder/Proposer shall include documentation outlining efforts to achieve Direct Participation at the time of Bid/Proposal submission. Indirect Participation will only be considered after all efforts to achieve Direct Participation have been exhausted. Only after written documentation of Good Faith Efforts is received will Indirect Participation be considered.

MBEs/WBEs that will perform as subcontractors/suppliers/consultants include the following:

MBE/WBE Firm: _____

Address: _____

E-mail: _____

Contact Person: _____ Phone: _____

Dollar Amount Participation: \$ _____

Percent Amount of Participation: _____ %

*Letter of Intent attached? Yes _____ No _____

*Current Letter of Certification attached? Yes _____ No _____

MBE/WBE Firm: _____

Address: _____

E-mail: _____

Contact Person: _____ Phone: _____

Dollar Amount Participation: \$ _____

Percent Amount of Participation: _____ %

*Letter of Intent attached? Yes _____ No _____

*Current Letter of Certification attached? Yes _____ No _____

Attach additional sheets as needed.

*** Letter(s) of Intent and current Letters of Certification must be submitted at the time of bid.**

MBE/WBE LETTER OF INTENT - FORM 2

NOT APPLICABLE

M/WBE Firm: _____

Certifying Agency: _____

Contact Person: _____

Certification Expiration Date: _____

Address: _____

Ethnicity: _____

City/State: _____ Zip: _____

Bid/Proposal/Contract #: _____

Phone: _____ Fax: _____

FEIN #: _____

Email: _____

Participation: ☐ Direct ☐ Indirect

Will the M/WBE firm be subcontracting any of the goods or services of this contract to another firm?

☐ No ☐ Yes – Please attach explanation. Proposed Subcontractor(s): _____

The undersigned M/WBE is prepared to provide the following Commodities/Services for the above named Project/ Contract: (If more space is needed to fully describe M/WBE Firm's proposed scope of work and/or payment schedule, attach additional sheets)

Indicate the Dollar Amount, Percentage, and the Terms of Payment for the above-described Commodities/ Services:

THE UNDERSIGNED PARTIES AGREE that this Letter of Intent will become a binding Subcontract Agreement for the above work, conditioned upon (1) the Bidder/Proposer's receipt of a signed contract from the County of Cook; (2) Undersigned Subcontractor remaining compliant with all relevant credentials, codes, ordinances and statutes required by Contractor, Cook County, and the State to participate as a MBE/WBE firm for the above work. The Undersigned Parties do also certify that they did not affix their signatures to this document until all areas under Description of Service/ Supply and Fee/Cost were completed.

Signature (M/WBE) _____

Signature (Prime Bidder/Proposer) _____

Print Name _____

Print Name _____

Firm Name _____

Firm Name _____

Date _____

Date _____

Subscribed and sworn before me

Subscribed and sworn before me

this ____ day of _____, 20____.

this ____ day of _____, 20____.

Notary Public _____

Notary Public _____

SEAL

SEAL

PETITION FOR WAIVER OF MBE/WBE PARTICIPATION – FORM 3

NOT
APPLICABLE

A. BIDDER/PROPOSER HEREBY REQUESTS:

☐

FULL MBE WAIVER

☐

FULL WBE WAIVER

☐

REDUCTION (PARTIAL MBE and/or WBE PARTICIPATION)

____ % of Reduction for MBE Participation

____ % of Reduction for WBE Participation

B. REASON FOR FULL/REDUCTION WAIVER REQUEST

Bidder/Proposer shall check each item applicable to its reason for a waiver request. Additionally, supporting documentation shall be submitted with this request.

☐

(1) Lack of sufficient qualified MBEs and/or WBEs capable of providing the goods or services required by the contract. **(Please explain)**

☐

(2) The specifications and necessary requirements for performing the contract make it impossible or economically infeasible to divide the contract to enable the contractor to utilize MBEs and/or WBEs in accordance with the applicable participation. **(Please explain)**

☐

(3) Price(s) quoted by potential MBEs and/or WBEs are above competitive levels and increase cost of doing business and would make acceptance of such MBE and/or WBE bid economically impracticable, taking into consideration the percentage of total contract price represented by such MBE and/or WBE bid. **(Please explain)**

☐

(4) There are other relevant factors making it impossible or economically infeasible to utilize MBE and/or WBE firms. **(Please explain)**

C. GOOD FAITH EFFORTS TO OBTAIN MBE/WBE PARTICIPATION

☐

(1) Made timely written solicitation to identified MBEs and WBEs for utilization of goods and/or services; and provided MBEs and WBEs with a timely opportunity to review and obtain relevant specifications, terms and conditions of the proposal to enable MBEs and WBEs to prepare an informed response to solicitation. **(Attach of copy written solicitations made)**

☐

(2) Used the services and assistance of the Office of Contract Compliance staff. **(Please explain)**

☐

(3) Timely notified and used the services and assistance of community, minority and women business organizations. **(Attach of copy written solicitations made)**

☐

(4) Followed up on initial solicitation of MBEs and WBEs to determine if firms are interested in doing business. **(Attach supporting documentation)**

☐

(5) Engaged MBEs & WBEs for direct/indirect participation. **(Please explain)**

D. OTHER RELEVANT INFORMATION

Attach any other documentation relative to Good Faith Efforts in complying with MBE/WBE participation.